

LAW OFFICES OF GENE MESH AND ASSOCIATES

21 July 2004

By Fax 579 6457

Rachael A. Rowe, Esq.
KEATING, MUETHING & KLEKAMP, P.L.L.
1400 Provident Tower
One East Fourth Street
Cincinnati, Ohio 45202-3752

Re: OHSI

Dear Ms. Rowe:

I have and thank you for your letter of 20 July 2004 regarding the designation as "Confidential" of the PwC Report. Unfortunately, your letter does not comply with the letter or the spirit of the Stipulated Protective Order (Doc. No. 51). First, it is simply not negotiating in good faith to write a three paragraph letter that states, in substance, that the document is confidential because we deem it confidential. Subject to certain exceptions, the burden of maintaining confidentiality is on the producing party, in this case PFGI. (See, ¶ 5 of the Stipulated Protective Order). PFGI no longer exists. The PwC Report does not, ^{2005 Burnet Avenue} ^{at Taft Road} ^{Cincinnati, Ohio 45219-2502} its face, apply to the vast majority of the categories that appear in ¶ 2 of the Protective Order, and there is no longer any need to protect trade secrets, identity of clients, non-public pricing and marketing information, etc.

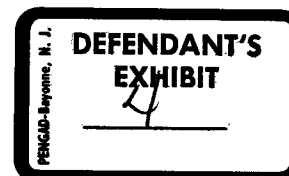
TELEPHONE
(513) 221-8800

Second, Plaintiffs respectfully submit that the PwC Report is already part of the public record, since it was filed with the SEC. That the SEC required the filing is of no moment, nor is PFGI's request that the document be treated as confidential for FOIA purposes. It is, in some sense, a public record. Plaintiffs may well pursue a FOIA request; but in the meantime, Plaintiffs will exercise all the rights available to them under the terms of Doc. No. 51.

FAX
(513) 221-1097

Third, your immediate recourse to a conference call with Magistrate Judge Hogan is at odds with ¶ 5 of the Stipulated Protective Order, which requires the producing party to file a motion with the Court. The operative word is must.

But perhaps most importantly, the PwC Report is inconsistent with the information that Provident has been touting to anyone who would listen that the Restatements were the result of unintentional errors that Provident first discovered in February of 2003. This is flatly inconsistent with the PwC Report, which clearly indicates Provident had actual notice of significant problems with the model for literally before it figured out what to do about the problem. The document should be




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made public; it should not be used as a sword to deny liability with respect to this massive accounting fraud, yet used as a shield to protect PFGI. Provident should not be able to say one thing to the world that is directly contradicted by the PwC Report, which is exactly what PFGI has done in public statements and court filings.

I remain ready and willing to schedule a conference call if KMK is prepared to engage in a serious discussion in good faith. Please let me know how you wish to proceed.

Thank you for your cooperation.

Sincerely,



Michael G. Brautigam

cc: All Counsel by Fax

